

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA**

In re:)	
)	Case No. 06-20224 JKF
AIRWAY INDUSTRIES, INC.,)	
)	Chapter 11
Debtor.)	
)	Related to Document <u>99</u>

**ORDER AUTHORIZING THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS TO RETAIN AND EMPLOY ALPERN ROSENTHAL
AS FINANCIAL ADVISOR *NUNC PRO TUNC* AS OF FEBRUARY 7, 2005**

This matter coming before the Court on the Application of the Official Committee of Unsecured Creditors for Authority to Employ and Retain Alpern Rosenthal as Financial Advisor *Nunc Pro Tunc* to February 7, 2006 (the “Application”), filed by the Official Committee of Unsecured Creditors in the above-captioned chapter 11 case (the “Committee”); the Court having reviewed the Application and the Affidavit of Karl A. Jarek, attached to the Application as Exhibit A (the “Affidavit”); the Court having determined that the legal and factual bases set forth in the Application and the Affidavit establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Committee is authorized to retain and employ Alpern Rosenthal as financial advisor to the Committee in this chapter 11 case *nunc pro tunc* to February 7, 2006, pursuant to sections 327, 330, 331, and 1103(a) of the Bankruptcy Code, Bankruptcy Rule 2014, and the terms set forth in the Application.

2. Alpern Rosenthal shall be compensated for such services and reimbursed for any related expenses in accordance with the Application and the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, Local Bankruptcy Rules, and any orders of this Court.

~~Dated: February _____, 2006~~

Dated: 3/24/2006

13:51:14

BY THE COURT:


UNITED STATES BANKRUPTCY JUDGE **wmk**

Prepared By:

Schuyler G. Carroll (PA I.D.: SC-1234)
Robert M. Hirsh (NY I.D.: RH-5499)
George P. Angelich (PA I.D.: 86623)
Arent Fox PLLC
1675 Broadway
New York, NY 10019
(212) 484-3900

Proposed Attorneys for the Official Committee
of Unsecured Creditors